

United States Bankruptcy Court
District of North Dakota

IN RE: Jamieson CAPEX Fund, LLC

Bankruptcy No: 24-30422
Chapter: 11

Debtor(s)

AMENDMENT COVER SHEET

Schedules and Statements Amended (check all that apply):

<input type="checkbox"/> Voluntary Petition	<input type="checkbox"/> Schedule I
<input type="checkbox"/> Summary of Assets and Liabilities	<input type="checkbox"/> Schedule J
<input type="checkbox"/> Schedule A/B –Property	<input type="checkbox"/> Declaration Concerning Schedules
<input type="checkbox"/> Schedule C	<input checked="" type="checkbox"/> Statement of Financial Affairs
<input type="checkbox"/> Schedule D	<input type="checkbox"/> Attorney's Disclosure of Compensation
<input type="checkbox"/> Schedule E/F	<input type="checkbox"/> Statement of Intention
<input type="checkbox"/> Schedule G	<input type="checkbox"/> Statement of Current Monthly Income
<input type="checkbox"/> Schedule H	<input type="checkbox"/> Other _____

If amending schedules D or E/F, the amendment is to:

Add new creditor(s) (Notice to Creditors of Amended Schedules must be served and filed)
 Correct or delete information.

Describe changes: (ex. "Added creditor XYZ to Schedule E/F")

Updated Question 7 to include additional legal actions involving CAPEX within the last year, specifically the Jeff Johnson, Trevor Kittelson, Aspire Bank, and Western State Bank cases (noting the Merck, MJM, and Capital Credit Union cases concluded more than a year prior).

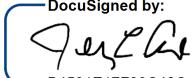
Added a response to Question 8 explaining state-held funds and detailed transfers referenced by the UST under Question 13.

DECLARATION

I certify under penalty of perjury that the foregoing is true and correct, and that the attached amendments are true and correct.

11/13/2024

Dated: _____

DocuSigned by:

B4591E17F99C42C...

Debtor 1 (Signature)

Debtor 2 (Signature)

Fill in this information to identify the case:

Debtor name Jamieson CAPEX Fund, LLC

United States Bankruptcy Court for the: DISTRICT OF NORTH DAKOTA

Case number (if known) 3:24-bk-30422

 Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

 None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 01/01/2024 to Filing Date

Operating a business

\$0.00

Other _____

For prior year:
From 01/01/2023 to 12/31/2023

Operating a business

\$-24,291.00

Other _____

For year before that:
From 01/01/2022 to 12/31/2022

Operating a business

\$-505,574.00

Other _____

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 1

may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None.

Insider's name and address	Dates	Total amount of value	Reasons for payment or transfer
Relationship to debtor			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

Creditor's name and address	Describe of the Property	Date	Value of property
First International Bank & Trust 100 N MAIN, PO BOX 607 Watford City, ND 58854	Portion of Columbia Mall	January 23, 2024	Unknown

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Part 3: Legal Actions or Assignments			

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Jeff Johnson vs. Jamieson Capital Financial, LLC, et al. 09-2023-CV-02126	Civil	East Central Judicial District P.O. Box 2806 Fargo, ND 58108	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Trevor Kittelson vs. Jamieson Capital Financial, LLC, et al. 09-2023-CV-02114	Civil	East Central Judicial District P.O. Box 2806 Fargo, ND 58108	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3. Aspire Bank ,et al. vs. Jamieson CAPEX Fund, LLC ,et al. 09-2023-CV-01293	Civil	East Central Judicial District P.O. Box 2806 Fargo, ND 58108	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.4. Mark Merck vs. Jamieson CAPEX Fund, LLC, et al. 09-2023-CV-00886	Civil	East Central Judicial District P.O. Box 2806 Fargo, ND 58108	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.5. Western State Bank vs. Jeremy L Carlson, et al. 09-2022-CV-03810	Civil	East Central Judicial District P.O. Box 2806 Fargo, ND 58108	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. The Dakota Bankruptcy Firm 1630 1st Avenue N Suite B PMB 24 Fargo, ND 58102		09/19/2024	\$15,000.00

Email or website address
<https://www.dakotabankruptcy.com>

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of occupancy From-To
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Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

No. Go to Part 9.

Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

No.

Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. **Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1. Capital Credit Union 204 W THAYER AVE Bismarck , ND 58501-3772	XXXX-0710	<input type="checkbox"/> Checking <input checked="" type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other__	Closed 09/01/23	\$2,518.43
18.2. First International Bank & Trust 100 N MAIN, PO BOX 607 Watford City, ND 58854	XXXX-8127	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other__	10/02/2024	\$0.00
18.3. First Western Bank & Trust 900 South Broadway Minot, ND 58701-4658	XXXX-4085	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other__	09/04/2024	\$25,540.60
18.4. First Western Bank & Trust 900 South Broadway Minot, ND 58701-4658	XXXX-9297	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other__	06/07/2023	\$7,610.10

19. **Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Does debtor still have it?

20. **Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

No.
 Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

No.
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. Has the debtor notified any governmental unit of any release of hazardous material?

No.
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1. Greenfield Commons, LLC 400 10TH ST SE Minot, ND 58702	OWNERSHIP, OPERATION AND MANAGEMENT OF REAL ESTATE	Dates business existed EIN: 831734753 From-To
25.2. Arbor Courts Townhomes, LLC 2865 Lilac Lane North West Fargo, ND 58078	INVESTMENT, MANAGEMENT & OWNERSHIP OF REAL ESTATE	EIN: 475601702 From-To

25.3.	Commons of 56th, LLC 2865 LILAC LN N Fargo, ND 58102-1706	REAL ESTATE OWNERSHIP, MANAGEMENT	EIN: 823350973	From-To
25.4.	Pioneer Place, LLC 400 10TH ST SE PO BOX 879 Minot, ND 58702-0879	OWN, OPERATE, MANAGE REAL ESTATE	EIN: 813072228	From-To
25.5.	Sheyenne 32 East, LLC 400 10TH ST SE Minot, ND 58701-4908	ACQUISITION/OWNERSHIP/OPERA TION/MANAGEMENT OF REAL ESTATE	EIN: 831633121	From-To
25.6.	Sheyenne 32 South, LLC 400 10TH ST SE PO BOX 879 Minot, ND 58702-0879	ACQUISITION/OWNERSHIP/OPER ATION & MANAGEMENT OF REAL ESTATE	EIN: 832166349	From-To
25.7.	Triangle Townhomes LLC 2865 Lilac Lane N Grand Forks, ND 58201	ACQUIRE, OWN, HOLD PROJECT KNOWN AS SHEYENNE PLAZA	EIN: 811399191	From-To
25.8.	630 Main Partners 630 East Main Ave Bismarck, ND 58501	REAL ESTATE	EIN: 831023904	From-To
25.9.	Liberty Development, LLC 400 10th Street SE Minot, ND 58701	REAL ESTATE	EIN: 811565620	From-To

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

 None

Name and address	Date of service From-To
26a.1. Kyle Pender 5630 34th Ave S Ste 120 Fargo, ND 58104	09/19/2024

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

 None

Name and address	Date of service From-To
26b.1. Kyle Pender 5630 34th Ave S Ste 120 Fargo, ND 58104	09/19/2024

Name and address	Date of service From-To
26b.2. Montogomery & Pender, P.C. 5630 34th Ave S Ste 120 Fargo, ND 58104	09/19/2024

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address

If any books of account and records are unavailable, explain why

26c.1. Kyle Pender
 5630 34th Ave S Ste 120
 Fargo, ND 58104

26c.2. Montgomery & Pender, P.C.
 5630 34th Ave S Ste 120
 Fargo, ND 58104

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No
 Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
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28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Amber Carlson	712 124th Ave NE Finley, ND 58230	Individual	2.08
Arthur Mercantile LLC	PO Box 8 Arthur, ND 58006	Partner	4.49
Brian Carlson	555 12th Street Ste 900 Oakland, CA 94607	O	2.24
Mike Quast	4703 Harbor Trail SE Fargo, ND 58102	Individual	6.73
Scott Ellefson	63 W Mirror Ridge Circle Spring, TX 77382	Individual	2.24
Shawn Hegvick	4439 Oakcreek Drive South Fargo, ND 58104	Individual	8.51

Name	Address	Position and nature of any interest	% of interest, if any
Jim Stewart	154 S Woodcrest Drive Fargo, ND 58104	Individual	1.79
Scott Howe	7725 Ridgeland Dr Bismarck, ND 58503	Individual	0.90
W&S Investment LLC	4401 19th Street SE Mandan, ND 58554	Partner	2.28
Mike Holland	555 12th Street Ste 900 Oakland, CA 94607	O	1.97
Dale Lian	2861 Lilac Lane N Fargo, ND 58102	Individual	2.24
Derek Kane	5832 Crested Butte Rd Bismarck, ND 58503	Individual	1.12
Derek Sunderland	4632 Timberline Drive Fargo, ND 58104	Individual	2.24
Donna Fricke	918 Senate Dr Bismarck, ND 58501	Individual	1.23
Jack Christianson	508 66th Ave N Moorhead, MN 56560	Individual	5.61
Jason Boutwell	87 N Woodcrest Drive North Fargo, ND 58102	Individual	1.29
John Biwer	311 St Charles Place West Fargo, ND 58078	Individual	1.36
Matthew Retterath	555 12th Street Ste 900 Oakland, CA 94607	O	0.56

Name	Address	Position and nature of any interest	% of interest, if any
Matthew Bitterman	4406 Daniel Street Bismarck, ND 58504	Individual	0.34
Michael Kempel	2809 Lilac Lane N Fargo, ND 58102	Individual	2.24
Michael Schuster	5079 Woodhaven Dr S Fargo, ND 58104	Individual	1.35
Rachel Ness	4763 Douglas Drive S Fargo, ND 58104	Individual	1.01
Scott Gorder	555 12th Street Ste 900 Oakland, CA 94607	O	2.24
Trevor Kittelson	705 6th Ave NE Hillsboro, ND 58045	Individual	1.12
Cole Bachmeier	5893 Autumn Drive S Fargo, ND 58104	Individual	1.57
Colleen Carlson	6130 12th Street SE Bismarck, ND 58504	Individual	2.47
Eric Hegerle	2312 15th Street S Fargo, ND 58103	Individual	2.57
Lyons Trust	6415 55th Ave SE Bismarck, ND 58504	T	1.46
Michael Kuntz	275 Elks Drive Grand Forks, ND 58201	Individual	2.24
Val Marinov	3549 Grandwood Dr N Fargo, ND 58102	Individual	6.73

Name	Address	Position and nature of any interest	% of interest, if any
Brian Kounovsky	3680 54th Street S Fargo, ND 58104	Individual	0.01
Leftfield Development LLC	275 Elks Dr Grand Forks, ND 58201	Partner	2.25
Jeremy Carlson	2865 Lilac Lane N Fargo, ND 58102	Individual	0.45
Lynn Carlson	555 12th Street Ste 900 Oakland, CA 94607	O	1.57
Mark Merck	555 12th Street Ste 900 Oakland, CA 94607	O	5.84
David Griffin	555 12th Street Ste 900 Oakland, CA 94604	O	4.04
Wendy Baukol	555 12th Street Ste 900 Oakland, CA 94607	O	4.84
Bryan Bartz	555 12th Street Ste 900 Oakland, CA 94607	O	2.98
Kara Johnson	555 12th Street Ste 900 Oakland, CA 94607	O	2.01
Klhandj Land LLC	4001 15th Ave NE Fargo, ND 58102		1.79

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

No
 Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Brian Kounovsky	3680 54th Street S Fargo, ND 58104	President	03/06/23-05/22/2024

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

No
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
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31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

No
 Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
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32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

No
 Yes. Identify below.

Name of the pension fund	Employer Identification number of the pension fund
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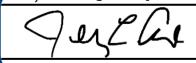
Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on November 12, 2024 at 10:10 AM by:

/s/ Jeremy Carlson 
 Signature of individual signing on behalf of the debtor

Jeremy Carlson
 Printed name

Position or relationship to debtor Manager

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

No
 Yes

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NORTH DAKOTA

In re:) Case No. 24-30422
) (Chapter 11)
JAMIESON CAPEX FUND, LLC)
)
Debtor.)

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 13th day of November, 2024, I caused a copy of the Amended Statement of Financial Affairs was served electronically upon filing via the ECF system.

Dated: November 13, 2024

/s/ Christianna A. Cathcart
Christianna A. Cathcart, Esq.